

Division of Corporations

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DIVISION OF CORPORATION

LIMITED LIABILITY AMENDMENT

AZURE MEDICAL GROUP, L.L.C.

03 APR 11 PM 3:19
SECRETARY OF STATE
ATTORNEY GENERAL'S OFFICE

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AND
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Certificate of Status	1
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**AMENDED ARTICLES OF ORGANIZATION
OF
AZURE MEDICAL GROUP, LLC**

**ARTICLE I
NAME AND PLACE OF BUSINESS**

The name of the professional limited liability company shall be AZURE MEDICAL GROUP, PLLC ("Company"), and its principal place of business shall be 1931 South Tuttle Avenue, Sarasota, Florida 34239, in the County of Sarasota, State of Florida. It shall have the power of authority to establish branch offices at any other place or places as the members may designate.

**ARTICLE II
PURPOSES AND POWERS**

In addition to the powers authorized by the State of Florida for professional limited liability companies, the Company may engage in any lawful business permitted by the Florida Professional Services Act or the laws of any jurisdiction in which the Company may do business. The Company shall have the authority to do all things necessary or convenient to accomplish its purpose and operate its business. In furtherance of and without limiting the foregoing, the business of the Company is to operate a medical practice and to dispose of real property interests therein or appurtenant thereto, as well as personal or mixed property connected therewith, and to do all acts in furtherance of, related to, or incidental to the foregoing with the objective of achieving distributable cash flow, and in time, selling or disposing thereof for profitable gain.

**ARTICLE III
EXERCISE OF POWER**

All professional limited liability company powers shall be exercised by or under the authority of, and the business and affairs of the Company shall be managed under the direction of, the members of this professional limited liability company. This Article may be amended from time to time in the regulations of the Company by a unanimous vote of the members of the Company.

**ARTICLE IV
MANAGEMENT**

The Company shall be initially managed by two (2) manager(s). The name(s) and address(es) of the person(s) who shall serve as manager(s) until the first annual meeting of members or until successors are elected and qualified are as follows:

Chris R. Gelvin, M.D.
1931 South Tuttle Avenue
Sarasota, FL 34239

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J. Michael Harris, M.D.
1931 South Tuttle Avenue
Sarasota, FL 34239

**ARTICLE V
MEMBERSHIP RESTRICTIONS**

Article V is deleted.

**ARTICLE VI
PROFITS AND LOSSES**

Article VI is deleted.

**ARTICLE VII
DURATION**

The existence of the professional limited liability shall commence upon filing of this Amendment to Articles of Organization. The Company shall exist perpetually, or until dissolved in a manner provided by law, or as provided in the regulations adopted by the members.

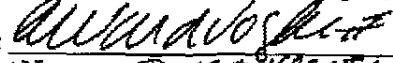
**ARTICLE VIII
REGISTERED OFFICE AND REGISTERED AGENT**

The name and address of the registered agent and registered office of the professional limited liability company is:

Blalock, Landers, Walters & Vogler, P.A.
802 11th Street West
Bradenton, FL 34205

Having been named as registered agent and to accept service of process for the above stated professional limited liability company, at the place designated in this certificate, the undersigned hereby accepts the appointment as registered agent and agrees to act in this capacity. The undersigned further agrees to comply with the provisions of all statutes relative to the proper and complete performance of its duties, and is familiar with and accepts the obligations of its position as registered agent as provided for in Chapter 608, Florida Statutes.

Blalock, Landers, Walters & Vogler, P.A.

By: 
Print Name: EDWARD VOGLER
Its: VICE PRESIDENT


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The undersigned, being an authorized representative or member of the professional limited liability company, certifies that this instrument constitutes the Amended Articles of Organization of AZURE MEDICAL GROUP, PLLC.

Executed by the undersigned this 1st day of February, 2003.


Chris R. Gelvin, M.D.
Manager and Authorized Representative
of Member

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TALLAHASSEE, FLORIDA

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